

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS**

REID FRIEDMAN, on behalf of himself and
all others similarly situated,

Plaintiff,

vs.

PENSON WORLDWIDE, INC., PHILIP A.
PENDERGRAFT, KEVIN W. MCALEER,
ROGER J. ENGEMOEN, DANIEL P. SON,
THOMAS R. JOHNSON, BDO SEIDMAN,
LLP and BDO LLP, USA,

Defendants.

Case No.: 11-cv-02098-O

**NOTICE OF MOTION AND MOTION OF: (1) LEAD PLAINTIFF FOR FINAL
APPROVAL OF PROPOSED CLASS ACTION SETTLEMENT AND (2) PLAN OF
ALLOCATION OF SETTLEMENT PROCEEDS; AND (3) CO-LEAD COUNSEL FOR
AN AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

KAPLAN FOX & KILSHEIMER LLP

Frederic S. Fox
Jeffrey P. Campisi (admitted *pro hac vice*)
850 Third Avenue, 14th Floor
New York, New York 10022

Laurence D. King (admitted *pro hac vice*)
Mario M. Choi (admitted *pro hac vice*)
350 Sansome Street, Suite 400
San Francisco, California 94104

**SCHNEIDER WALLACE COTTRELL
BRAYTON KONECKY LLP**

Peter Schneider
Texas Bar No. 00791615
Ryan R. C. Hicks
Texas Bar No. 240008896
3700 Buffalo Speedway #1100
Houston, Texas 77098

Co-Lead Counsel for Lead Plaintiff Reid Friedman and the Proposed Class

Michael K. Hurst, Texas Bar No. 10316310
GRUBER HURST JOHANSEN HAIL SHANK LLP
1445 Ross Ave., Suite 2500
Dallas, TX 75202

Local Counsel

TO: ALL PARTIES AND THEIR COUNSEL OF RECORD

Pursuant to Rule 23 of the Federal Rules of Civil Procedure and the Court's May 13, 2013 Order (ECF No. 83), Lead Plaintiff Reid Friedman ("Lead Plaintiff") will and hereby does move this Court on August 23, 2013, at 9:00 a.m. at the United States Courthouse, 1100 Commerce Street, Dallas, Texas, for an order: (1) granting final approval of the proposed class action settlement, (2) approving the plan of allocation of settlement proceeds; and (3) approving Co-Lead Counsel's motion for an award of attorneys' fees and reimbursement of expenses.

The following documents shall be submitted to the Court in support of Lead Plaintiff's motion: 1) Memorandum of Law in Support Motion for Final Approval of Class Action Settlement and Plan of Allocation; 2) Memorandum of Law in Support of Motion for Award of Attorneys' Fees and Reimbursement of Expenses; 3) Declaration of Jeffrey P. Campisi in Support of (1) Lead Plaintiffs' Motion for Final Approval of Proposed Class Action Settlement and (2) Plan of Allocation of Settlement Proceeds; and (3) Co-Lead Counsel's Motion for an Award of Attorneys' Fees and Reimbursement of Expenses; 4) Appendix to the Memorandum of Law in Support of Motion for Final Approval of Class Action Settlement and Plan of Allocation; and Memorandum of Law in Support of Motion for Award of Attorneys' Fees and Reimbursement of Expenses; 5) a proposed Order Granting Co-Lead Counsel's Motion for Award of Attorneys' Fees and Reimbursement of Expenses; and 6) a proposed Order Approving Plan of Distribution.

A Proposed Final Judgment was submitted with Lead Plaintiff's Motion for (I) Preliminary Approval of Settlement; (II) Preliminary Certification of the Settlement Class; (III) Approval of Form and Manner of Notice; and (IV) Appointment of Settlement Administrator (ECF No. 77, at 76-82). The proposed Orders granting Co-Lead Counsel's Motion for Award of

Attorneys' Fees and Reimbursement of Expenses and Approving Plan of Distribution are being concurrently submitted to the Court via email pursuant to the Court's individual rules of practice.

DATED: July 24, 2013

/s/ Jeffrey P. Campisi

Frederic S. Fox
Jeffrey P. Campisi (admitted *pro hac vice*)
KAPLAN FOX & KILSHEIMER LLP
850 Third Avenue
New York, NY 10022
Telephone: 212-687-1980
Facsimile: 212-687-7714
ffox@kaplanfox.com
jcampisi@kaplanfox.com

Laurence D. King (admitted *pro hac vice*)
Mario M. Choi (admitted *pro hac vice*)
KAPLAN FOX & KILSHEIMER LLP
350 Sansome Street, Suite 400
San Francisco, CA 94104
Telephone: 415-772-4700
Facsimile: 415-772-4707
lking@kaplanfox.com
mchoi@kaplanfox.com

Peter Schneider (Texas Bar No. 00791615)
Ryan R. C. Hicks (Texas Bar No. 240008896)
SCHNEIDER WALLACE COTTRELL
BRAYTON KONECKY LLP
3700 Buffalo Speedway #1100
Houston, Texas 77098
Telephone: (713) 338-2560
Facsimile: (866) 505-8036
pschneider@schneiderwallace.com
rhicks@schneiderwallace.com

*Co-Lead Counsel for Lead Plaintiff Reid
Friedman and the Class*

Michael K. Hurst
Texas Bar No. 10316310
GRUBER HURST JOHANSEN HAIL
SHANK LLP
1445 Ross Ave., Suite 2500
Dallas, TX 75202
Telephone: (214) 855-6802
Facsimile: (214) 855-6808
mhurst@ghjhlaw.com

Local Counsel

CERTIFICATE OF SERVICE

I hereby certify that on July 24, 2013, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system that will electronically send notification of such filing to all counsel of record.

Executed on July 24, 2013 in New York, New York.

/s/ Jeffrey P. Campisi

Jeffrey P. Campisi